

Executive Office
Archives
Business Programs
Business Filings
Notary Public
Uniform Commercial Code
Elections
Information Technology
Management Services
Political Reform



BILL JONES
Secretary of State
State of California

BUSINESS PROGRAMS
Statement of Information Unit
1500 - 11th Street, Room 345
Sacramento, CA 95814
P.O. Box 944230
Sacramento, CA 94244-2300
(916) 653-3537
Internet: www.ss.ca.gov

NOTICE OF LEGISLATIVE CHANGE

Assembly Bill 55, chaptered on September 28, 2002 and effective January 1, 2003, amends California Corporations Code sections 1502 and 2117, changing the filing requirements for statements of information filed by domestic stock and foreign corporations from biennial to annual. In addition, all publicly traded companies must include the supplementary information required by Corporations Code sections 1502 and 2117, as amended. **Please see the reverse side of this notice for additional information.**

Under the laws effective through December 31, 2002, some corporations may not have been required to file a statement in 2003. However, effective January 1, 2003 **all** domestic stock and foreign corporations are required to file the statement **annually** during the applicable filing period. The applicable filing period is by the end of the calendar month of the corporation's original date of incorporation or qualification and the immediately preceding five months.

Any **initial** statement of information filed on behalf of a domestic stock corporation, and any **annual** statement of information filed on behalf of a domestic stock or foreign corporation, on or after January 1, 2003 must be accompanied by a \$20.00 filing fee and a \$5.00 disclosure fee. All domestic stock and foreign corporations must pay a total of \$25.00 at the time of filing the initial or annual statement.

New statement forms will be added to the Secretary of State's Web site at http://www.ss.ca.gov/business/corp/corp_soinfo.htm as soon as they become available. The new forms may not be filed prior to January 1, 2003. After January 1, 2003, all domestic stock and foreign corporations must utilize the new form. All newly formed domestic stock corporations will receive the new form at the time of incorporation. All existing domestic stock and foreign corporations will receive the new form in their regular mailing.

Questions concerning the revised filing requirements should be addressed to the Statement of Information Unit, P.O. Box 944230, Sacramento, CA 94244-2300, or by calling (916) 657-3537. A copy of the bill can be accessed from the [State of California Legislative Counsel's Web site](#).

PLEASE NOTE: The legislative changes discussed in this notice are not applicable to statements required by Corporations Code sections 6210, 8210 and 9660 for domestic nonprofit corporations.

(Please see reverse)

Assembly Bill 55, chaptered on September 28, 2002 and effective January 1, 2003, amends Corporations Code sections 1502 and 2117, and adds a new section 1502.5. The measure:

- Enacts the California Corporate Disclosure Act, which requires additional information (pertaining to every “publicly traded company”) to be included in the statement of information filed by domestic stock corporations and foreign corporations.

“Publicly traded company” means a company with securities that are either listed or admitted to trading on a national or foreign exchange, or is the subject of two-way quotations, such as both bid and asked prices, that is regularly published by one or more broker-dealers in the National Daily Quotation Service or a similar service.

- Changes from biennial to annual the filing requirement for statements of information filed by domestic stock corporations and foreign corporations (Statement by Domestic Stock Corporation and Statement by Foreign Corporation).
- Requires the Secretary of State to make the information in the statements available and open to the public for inspection, and specifies that by December 31, 2004, the Secretary of State must make the information available through an online database.
- Establishes a Victims of Corporate Fraud Compensation Fund, to be administered by the Secretary of State, and requires the Secretary of State to adopt regulations regarding the administration of the fund and the eligibility of victims to receive compensation. In addition to the current \$20.00 filing fee for statements of information, the bill requires the payment of a \$5.00 disclosure fee when the required statement of information is filed. Half of the \$5.00 fee will be used to further the provisions of the bill, including the establishment of the online database, and the other half will be used to compensate victims of corporate fraud.

PLEASE NOTE: The legislative changes are not applicable to domestic nonprofit corporations.

(Please see reverse)